

**FIFTH AMENDED AND RESTATED
BY-LAWS
OF
CITY OF LAS VEGAS
COMMUNITY DEVELOPMENT RECOMMENDING BOARD**

**ARTICLE ONE
OFFICES**

The principal office of the Community Development Recommending Board ("Board") shall be located at 400 East Stewart Avenue, 2nd Floor, Las Vegas, Nevada. The Board may have such other offices as the City of Las Vegas may determine from time to time.

**ARTICLE TWO
MEMBERS**

Section 1. **Members.** The members of the Board shall consist of Twenty-four (24) members, who reside or work in the City of Las Vegas. Board members represent target neighborhoods and populations, including low-income, disabled, minorities, elderly and the community at large.

Section 2. **Election of Members.** All members of the Board shall be appointed by the Mayor and City Council ("City Council") of the City of Las Vegas ("City").

Section 3. **Voting Rights.** Each member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

Section 4. **Termination of Membership.** If any member of the Board misses three (3) consecutive meetings without authorization of the Chairperson, the Board shall send a letter to the member suggesting his resignation

Section 5. **Resignation.** Any member may resign by filing a written resignation with the Chairman of the Board.

Section 6. **Term.** Members of the Board will be appointed for a term of nine (9) months with no limit to the number of terms that may be served.

Section 7. **Transfer of Membership.** Membership on this Board is not transferable or assignable.

ARTICLE THREE MEETINGS OF MEMBERS

Section 1. **Regular and Annual Meetings.** Meetings of the Board members may be called by the Director, or his designee, of the City's Neighborhood Services Department at 400 Stewart Avenue, 2nd Floor, Las Vegas, Nevada 89101, the principal office of the Board. An Annual Meeting of the Board members shall be held on August 31 or a date to be designated by the Board, beginning with the year 1997, at a time to be designated for the purpose of appointment of officers and for the transaction of such other business as may come before the meeting.

Section 2. **Special Meetings.** Special meetings of the Board members may be called by or at the request of the Chairperson or the Director, or his designee, of the City's Neighborhood Services Department, and shall be held at a location to be designated by the Board or the City's Neighborhood Services Department.

Section 3. **Notice of Meetings.** Written or printed notice stating the place, day, and hour of any meeting of members shall be posted in accordance with the Open Meeting Laws of the State of Nevada and delivered either personally or by mail, to each member entitled to vote at such meeting, not less than three (3) business days before the date of such meeting, by or at the direction of the Chairperson or the officers or City Staff persons calling the meeting. In case of a Special Meeting when required by these by-laws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the Board, with postage thereon prepaid.

Section 4. **Informal Action by Members.** Any action required by law to be taken at a meeting of the members, or any action that may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the members entitled to vote with respect to the subject matter thereof.

Section 5. **Quorum.** A majority of the Board members shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Board members are present at any meeting, a majority of the members present may adjourn the meeting from time to time without further notice.

ARTICLE FOUR BOARD OF MEMBERS

Section 1. **General Purpose.** The purpose of the Board is to review Community Development Block Grant (CDBG), Emergency Shelter Grant (ESG) and Housing Opportunities for Persons With Aids (HOPWA) applications for funding and making recommendations to the City Council on those applicants that should receive funding.

Section 2. **Conflicts of Interest.** No employee, officer, or agent shall participate in the selection, award, or administration of a contract supported by Federal Funds if a real or apparent conflict of interest would be involved. Such a conflict would arise when the employee, officer,

or agent, any immediate family member, his or her partner, or an organization which employs or is about to employ any of the parties indicated herein, has a financial or other interest in the firm selected for an award. The officers, employees, and agents of the recipient shall neither solicit nor accept gratuities, favors, or anything of monetary value from contractors, or parties to subagreements or applicants.

Board members and officers, who have a conflict of interest or an appearance thereof, may not participate in the discussion process, nor vote on any matter that appears before them.

Section 3. Lobbying. Board members and officers shall not participate in lobbying each other on behalf of applicants who have applied for federal funds. Comments in an open meeting are public, and are available for the public if requested.

Section 4. Number, Tenure, and Qualifications. The number of Board members shall be twenty-four (24). Members shall be appointed by the City Council. The term of office of each member shall be for nine (9) months until the next appointment and qualification of his or her successor, and as provided in Article II, Section 6.

Section 5. Regular Meetings. Meetings of the Board members may be called by the Director, or his designee, of the City's Neighborhood Services Department, 400 Stewart Avenue, 2nd Floor, Las Vegas, Nevada 89101, the principal office of the Board.

Section 6. Special Meetings. Special meetings of the Board members may be called by or at the request of the Chairperson or the Director, or his designee, of the City's Neighborhood Services Department, and shall be held at a location to be designated by the Board or the City's Neighborhood Services Department.

Section 7. Notice. Notice of any special meeting of the Board members shall be given at least three (3) business days previously thereto by written notice posted in accordance with the Open Meeting Laws of the State of Nevada or delivered personally or sent by mail to each member at his or her address as shown by the records of the Board. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. The business to be transacted at the meeting need not be specified in the notice of such meeting, unless specifically required by law or by these by-laws.

Section 8. Quorum. A majority of the Board members shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Board members are present at any meeting, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 9. Board Decisions. The act of a majority of the members present at a meeting at which a quorum is present shall be the act of the Board members, unless the act of a greater number is required by law or by these by-laws.

Section 10. Vacancies. Any vacancy occurring in the Board members and any membership to be filled by reason of any increase in the manner of members, shall be filled by an appointment by

the City Council of the City of Las Vegas. A member appointed to fill a vacancy shall serve for the unexpired term of his or her predecessor in office.

Section 11. **Compensation.** Members of the Board shall not receive any compensation for their services.

ARTICLE FIVE OFFICERS

Section 1. **Officers.** The officers of the Board will consist of a Chairperson and one Co-Chairperson, and any other such officers as may be appointed in accordance with the provisions of this article. The Ward 3 or Ward 5 Council Person, (whoever appointed the Chairperson at the Annual Meeting) shall appoint any other such officers as he or she shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time, by the Board members.

Section 2. **Appointment and Term of Office.** The Ward 3 Council person shall appoint the Chairperson and the Ward 5 Council person shall appoint the Co-Chairperson beginning with the year 2000 regular annual meeting. The Ward 3 and Ward 5 Council persons shall alternate the appointment of the Chairperson and Co-Chairperson annually. Each officer shall hold office until his or her successor has been duly appointed.

Section 3. **Removal.** Any officer who has missed three consecutive unexcused meetings may be removed by the Mayor or Council person who appointed them. The Mayor or Council person is notified and a letter is sent to the Board officer under the signature of the Director of Neighborhood Services notifying the Mayor or Council person of their removal from the Board.

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the City Council for the unexpired portion of the term.

Section 5. **Powers and Duties.** The several officers shall have such powers and shall perform such duties as may from time to time be specified in resolutions or other directives of the Board. In the absence of such specifications, each officer shall have the powers and authority and shall perform and discharge the duties of officers of the same title serving in boards having the same or similar general purposes and objectives as this Board. The Chairperson shall preside at all meetings and has general supervision of the matters of the Board. The Vice-Chairperson will assist and assume the duties of the Chairperson in his/her absence.

ARTICLE SIX COMMITTEES

Section 1. **Committees of Directors.** The Board, by resolution adopted by a majority of the members in office, may designate one or more committees, each of which shall consist of two or more members, which committees, to the extent provided in such resolution, shall have and exercise the authority of the Board in the management of the Board; but the designation of such committees

and the delegation thereto of authority shall not operate to relieve the Board, or any individual member, of any responsibility imposed on it or him or her by law.

Section 2. **Other Committees.** Other committees not having and exercising the authority of the Board in the management of the Board may be designated by a resolution adopted by a majority of the members present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the Board, and the Chairperson of the Board shall appoint the authorized to appoint such member whenever in their judgment the best interests of the Board shall be served by such removal.

ARTICLE SEVEN BOOKS AND RECORDS

The Board shall keep correct and complete books and records of the account and shall also keep minutes of the proceedings of its members, the Board, and the committees having and exercising any of the authority of the Board, and the committees, and shall keep at the principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Board may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE EIGHT AMENDMENT OF BY-LAWS

These by-laws may be altered, amended, or repealed, and new by-laws may be adopted by the City Council of the City of Las Vegas.

ADOPTED this _____, 2006

CITY OF LAS VEGAS

By: _____
Oscar B. Goodman, Mayor

ATTEST:

Barbara Jo Ronemus

APPROVED AS TO FORM:

J. Ponticello _____
8/7/06